

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 2116

**CERTIFICATION OF COUNSEL REGARDING NOTICE OF FILING OF FIFTEENTH
POST-CLOSING DESIGNATION NOTICE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On January 2, 2025, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] (the “**Sale Order**”).²

2. On February 27, 2025, pursuant to the Sale Order, the Debtors filed the *Notice of Filing of Fifteenth Post-Closing Designation Notice* [D.I. 2116] (the “**Notice**”). Attached

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein are used as defined in the Sale Order.

as Exhibit A to the Notice was the *Notice of Designation of Designated Asset* from Gordon Brothers Retail Partners, LLC (“**GBRP**”) that designated forty of the Debtors’ unexpired leases of nonresidential real property (the “**Leases**” on the “**Lease Schedule**”) for assumption by the Debtors and assignment to the Ollie’s Bargain Outlet, Inc. (“**Ollie’s**”), and identified the landlord associated with each Lease (collectively, the “**Landlords**”).

3. Attached as Exhibit C to the Notice was a proposed form of order (the “**Proposed Order**”) approving the assumption and assignment for the Leases scheduled on the Lease Schedule and the Cure Costs were set forth on Exhibit B to the Notice.

4. Pursuant to the Notice, objections to the assumption and assignment of the Leases were to be filed no later than March 14, 2025, at 4:00 p.m. (ET).

5. To date, the Debtors, GBRP and Ollie’s have received comments or objections, formally or informally, from landlords for fifteen of the designated Leases set forth on the Notice for Stores #5419, 5272, 1586, 1154, 1649, 1674, 5322, 5185, 5443, 4544, 1926, 1491, 1797, 5294 & 407 (the “**Objecting Landlords**”).

6. On March 25, 2025, the Court held a hearing (the “**Hearing**”) on the proposed assumption and assignment of the Leases.

7. As reported on the record at the Hearing, the Debtors, GBRP and Ollie’s worked with the Objecting Landlords and reached consensual resolution with each on the proposed assignment to Ollie’s. The consensual resolutions included a resolution of an informal response seeking adequate assurance from Store #1586.

8. Counsel to Store #1586 did not appear at the Hearing.

9. Following the Hearing, on March 25, 2025, counsel for Ollie’s provided a revised Proposed Order to counsel to the Objecting Landlords to review and confirm compliance

with each of the resolutions reached with each such Objecting Landlord. Counsel for Ollie's received written confirmation to the form of revised Proposed Order from each Objecting Landlord except for Store #1586.

10. On March 26, 2025, counsel for Store #1586 alerted counsel for the Debtors, GBRP and Ollie's that it may assert an additional, untimely objection to the Notice. As a result, the Lease for Store #1586 has been removed from the Proposed Order. The Debtors, GBRP and Ollie's are continuing to confer with Store #1586 and will return to the Court as necessary regarding this Lease. The Debtors, GBRP and Ollie's reserve all applicable rights.

11. The Proposed Order with the Modified Lease Schedule is attached as **Exhibit 1** hereto. For the convenience of the Court and all parties in interest, a redline comparing the Modified Lease Schedule to the schedule filed with the Notice is attached hereto as **Exhibit 2**.

12. In addition to the Modified Lease Schedule, the Debtors have modified the Proposed Order to make certain non-substantive confirming edits and to clarify that the Debtors will not abandon third party property and to remove the representation that the Debtors are unaware of any third parties with interests in the FF&E (as defined in the Proposed Order).

13. GBRP, Ollie's and the Objecting Landlords, other than counsel for Store #1586, have all reviewed the Proposed Order and Modified Lease Schedule and consent to its entry.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order at its earliest convenience.

Dated: March 28, 2025
Wilmington, Delaware

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